

Lagos, Nigeria, May 8, 2026

**Resolutions of Members of Transnational Corporation Plc at the 20<sup>th</sup> Annual General Meeting held on Friday, May 8, 2026, at the Transcorp Centre, Transcorp Hilton Hotel Abuja**

At the Twentieth Annual General Meeting of Transnational Corporation Plc ("the Company") held on Friday, May 8, 2026, at Transcorp Centre, Transcorp Hilton Abuja, 1 Aguiyi Ironsi Street, Maitama, Abuja, at 10.00 a.m. the following businesses were transacted:

**ORDINARY BUSINESS**

1. The Audited Financial Statements for the year ended December 31, 2025, together with the Reports of the Directors, Auditors and Statutory Audit Committee thereon were laid before the Shareholders.
2. A final dividend of N1.60k per ordinary share recommended by Directors of the Company for the year ended 31 December 2025 was approved. This, when combined with the Interim Dividend of 40k per share paid on August 19, 2025 for the half year ended June 30, 2025, will bring the Total Dividend for the 2025 financial year at N2.00 per ordinary share.
3. The re-elections of Victor Famuyibo, Ahmadu Sambo and Foluke Abdulrazaq, OON as Independent Non-Executive Directors, were approved.
4. The Board of Directors were authorized to fix the remuneration of the Auditors for the 2026 financial year.
5. The remuneration of the Managers of the Company, which was disclosed on page 132 of the Annual Report, was duly noted by the shareholders.
6. The following persons were elected as members of the Statutory Audit Committee of the Company:

- |   |                                   |   |                            |
|---|-----------------------------------|---|----------------------------|
| ➤ | <b>Mr. John Isesele</b>           | - | Shareholder Representative |
| ➤ | <b>Mr. Mathew Esonanjour, SAN</b> | - | Shareholder Representative |
| ➤ | <b>Ms. Judith Rapu</b>            | - | Shareholder Representative |
| ➤ | <b>Dr. Stanley Lawson</b>         | - | Board Representative       |
| ➤ | <b>Mr. Victor Famuyibo</b>        | - | Board Representative       |

Transnational Corporation Plc (RC: 611238)

38, Glover Road, Ikoyi Lagos. Tel: +234 - (0) 906 290 9317

**Directors:** Tony O. Elumelu, CFR (Chairman), Foluke Abdulrazaq, OON (Vice Chairman/Ind. Director), Owen D. Omogiafo, OON (President/GCEO), Dr. Stanley Lawson (Director), Toyin Sanni (Director), Ahmadu Sambo (Ind. Director), Victor Famuyibo (Ind. Director), Oliver Andrews (Ind. Director), Chiugo Ndubisi (Director)



## **SPECIAL BUSINESS**

7. The sum of N790,000,000.00 (Seven Hundred and Ninety Millio Naira) only, was approved as the cumulative remuneration payable to Non-Executive Directors for the year ending December 31, 2026, effective from January 1, 2026.
8. The Company was authorised to invest in, acquire, or divest from any business and/or carry out as the Directors may deem appropriate and in accordance with any relevant laws, any actions, including but not limited to restructuring, reorganization, reconstruction and such other business arrangement exercise or actions.
9. Subject to regulatory approval (where necessary), the Directors were authorised to take all steps and do all acts that they deem necessary in furtherance of the authority conferred in item 8 above, including but not limited to executing and filing all such forms, papers or documents, as may be required with the appropriate authorities, and appointing professional advisers and parties that they deem necessary, upon such terms and conditions that the Directors may deem appropriate.
10. A General Mandate authorising the Company to enter into all recurrent transactions with a related party or interested person for transactions which are of a revenue or trading nature or are necessary for the Company's day-to-day operations was approved. This Mandate was approved to commence on the date on which this resolution was passed and shall continue to operate until the date on which the next Annual General Meeting of the Company shall be held.

**Dated 8<sup>th</sup> day of May 2026**

**By Order of the Board**

**Atinuke Kolade**  
**Company Secretary**

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